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14 Proposed Attorneys for The Roman Catholic  
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15 UNITED STATES BANKRUPTCY COURT

16 NORTHERN DISTRICT OF CALIFORNIA, SAN FRANCISCO DIVISION

17 In re  
18 THE ROMAN CATHOLIC ARCHBISHOP  
OF SAN FRANCISCO,

19 Debtor and  
20 Debtor in Possession.

Case No. 23-30564

Chapter 11

**DECLARATION OF JOSEPH J.  
PASSARELLO IN SUPPORT OF DEBTOR'S  
EMERGENCY APPLICATION FOR ENTRY  
OF AN ORDER (I) AUTHORIZING AND  
APPROVING THE APPOINTMENT OF  
OMNI AGENT SOLUTIONS, INC. AS  
CLAIMS AND NOTICING AGENT, AND (II)  
GRANTING RELATED RELIEF**

Date: August 24, 2023  
Time: 1:30 p.m.  
Place: Via ZoomGov  
Judge: Hon. Dennis Montali

*Hearing Requested on Shortened Time*

1 I, Joseph J. Passarello, declare as follows:

2 1. I am the Senior Financial Director and former Chief Financial Officer (“CFO”) of  
3 The Roman Catholic Archbishop of San Francisco, the debtor and debtor in possession herein  
4 (“RCASF” or the “Debtor”).<sup>1</sup> I have been the CFO of the RCASF since January 2014. Prior to that,  
5 I have been the CFO for several other companies including Serena Software, Aptina Imaging, AMI  
6 Semiconductor, and Therma-Wave, Inc. I have a Master of Business Administration from Santa  
7 Clara University and a Bachelor of Science in Economics and Business Administration from St.  
8 Mary’s College. I am authorized to provide this declaration setting forth the general structure and  
9 history of RCASF. In the course and scope of my duties as CFO, I am familiar with the record  
10 keeping practices and policies of the RCASF and how it regularly maintains its business records.

11 2. All facts set forth in this Declaration are based on my personal knowledge, upon  
12 information supplied to me by people who report to me, upon information supplied to me by the  
13 RCASF’s professionals and consultants, upon my review of relevant documents, or upon my opinion  
14 based on my experience and knowledge with respect to the RCASF’s operations, financial condition,  
15 and related business issues. The documents submitted herewith, referenced herein or otherwise  
16 relied upon by me for purposes of this Declaration are the business records of the RCASF, prepared  
17 and maintained in the ordinary and regularly conducted business activity of the RCASF, and used  
18 by me for those purposes. If I were called upon to testify, I could and would testify competently to  
19 the facts set forth herein, and I am authorized to submit this Declaration on behalf of the RCASF.

20 I make this declaration to confirm that I have been presented a budget for the services of Omni under  
21 its application to be employed as claims and noticing agent for the period August 21 through  
22 December 2023 in this matter. I understand the Court requested at the first day hearing that the  
23 Debtor file this declaration indicating that I as CFO have reviewed a budget for the services to be  
24 provided by Omni as claims and noticing agent. I have conferred with the Debtor’s professionals

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26 <sup>1</sup> Effective September 8, 2023, in accordance with a long-planned retirement transition, my title  
27 changed to Senior Financial Director. I am succeeded as Chief Financial Officer by Michael  
28 Flanagan. My transition was planned in February 2023. In my new role, I will continue to be the  
financial executive responsible for all issues pertaining to this chapter 11 matter through at least  
January 19, 2024.

1 regarding the appropriate budget and comparable costs in another Catholic Diocesan case where  
2 such information is available. After such review, I confirm that the Debtor has approved the Omni  
3 budget and will continue to monitor the Omni fees and expenses for its services in this matter as  
4 claims and noticing agent.

5 I declare under penalty of perjury under the laws of the United States of America that the  
6 foregoing is true and correct. Executed on September 8, 2023 at San Francisco, California.

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9 /s/ Joseph J. Passarello  
Joseph J. Passarello